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*Co-Counsel for Apex Digital, Inc.*

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
Richmond Division**

In re

Circuit City Stores, Inc., *et al.*,

Debtors.

Case No. 08-35653 (KRH)

Chapter 11

Jointly Administered

**MOTION PURSUANT TO LOCAL BANKRUPTCY RULE 2090-1(G)  
TO WITHDRAW AS COUNSEL FOR APEX DIGITAL, INC.**

Pursuant to Local Bankruptcy Rule 2090-1(G), Covington & Burling LLP (“**Covington**”), hereby requests that the Court enter an order permitting Covington and Michael St. Patrick Baxter, Dennis Auerbach, and Joshua D. McKarcher to withdraw as co-counsel to Apex Digital, Inc. (“**Apex**”).

1. On November 4, 2009, Covington and Messrs. Baxter, Auerbach, and McKarcher filed a notice of appearance in this case as co-counsel for Apex.

2. Apex has since resolved its issues with the Debtors and requested that Covington discontinue representing it with respect to this case. On August 17, 2010, Apex filed a petition pursuant to Chapter 11 the Bankruptcy Code in the Central District of

California (Case No. 2:10-44406-SB). Apex has authorized Covington to file this motion to withdraw.

3. Cause exists to authorize Covington and Messrs. Baxter, Auerbach, and McKarcher to withdraw as counsel for Apex in this case. Apex and counsel for the Debtors will be provided notice of this motion.

WHEREFORE, Covington and Messrs. Baxter, Auerbach, and McKarcher request that this Court enter an Order, substantially in the form attached hereto, granting this Motion and withdrawing their appearance on behalf of Apex.

Dated: August 26, 2010

/s/ Joshua D. McKarcher  
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**CERTIFICATE OF SERVICE**

I hereby certify that a true and exact copy of the foregoing *Motion Pursuant to Local Bankruptcy Rule 2090-1(G) to Withdraw as Counsel for Apex Digital, Inc.* was served on August 26, 2010 (a) on Apex Digital, Inc. via electronic mail and first-class mail at the address below, (b) on counsel for the Debtors via electronic mail at [circuitcityservice@mcguirewoods.com](mailto:circuitcityservice@mcguirewoods.com) and [project.circuitcity@skadden.com](mailto:project.circuitcity@skadden.com), and (c) through the ECF system, which in turn will generate an electronic notice of filing to all parties registered to receive electronic notice in this case.

Vincent Chan  
Apex Digital, Inc.  
301 Brea Canyon Road  
Walnut, CA 91789

Dated: August 26, 2010

/s/ Joshua D. McKarcher  
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